

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

<p>In re:</p> <p>TSI HOLDINGS II, LLC,</p> <p style="text-align: center;">Debtor.</p> <p>Tax I.D. No. 61-1723368</p>	<p>Chapter 11</p> <p>Case No. 20-12167 (CSS)</p>
<p>In re:</p> <p>TOWN SPORTS INTERNATIONAL, LLC,</p> <p style="text-align: center;">Debtor.</p> <p>Tax I.D. No. 20-5047365</p>	<p>Chapter 11</p> <p>Case No. 20-12168 (CSS)</p> <p>Ref. Docket No. 2</p>
<p>In re:</p> <p>TSI - ALAMEDA, LLC,</p> <p style="text-align: center;">Debtor.</p> <p>Tax I.D. No. 35-2617476</p>	<p>Chapter 11</p> <p>Case No. 20-12300 (CSS)</p>
<p>In re:</p> <p>TSI - CAL.GLENDALE, LLC,</p> <p style="text-align: center;">Debtor.</p> <p>Tax I.D. No. 36-4893001</p>	<p>Chapter 11</p> <p>Case No. 20-12301 (CSS)</p>
<p>In re:</p> <p>TSI - IRVINE, LLC,</p> <p style="text-align: center;">Debtor.</p> <p>Tax I.D. No. 38-4062283</p>	<p>Chapter 11</p> <p>Case No. 20-12303 (CSS)</p>

<p>In re:</p> <p>TSI - LUCILLE 38TH AVENUE, LLC,</p> <p>Debtor.</p> <p>Tax I.D. No. 32-0534621</p>	<p>Chapter 11</p> <p>Case No. 20-12170 (CSS)</p>
<p>In re:</p> <p>TSI - LUCILLE AUSTIN STREET, LLC,</p> <p>Debtor.</p> <p>Tax I.D. No. 61-1847853</p>	<p>Chapter 11</p> <p>Case No. 20-12171 (CSS)</p>
<p>In re:</p> <p>TSI - LUCILLE CLIFTON, LLC,</p> <p>Debtor.</p> <p>Tax I.D. No. 32-0534724</p>	<p>Chapter 11</p> <p>Case No. 20-12265 (CSS)</p>
<p>In re:</p> <p>TSI - LUCILLE KINGS HIGHWAY, LLC,</p> <p>Debtor.</p> <p>Tax I.D. No. 38-4040881</p>	<p>Chapter 11</p> <p>Case No. 20-12172 (CSS)</p>
<p>In re:</p> <p>TSI - LUCILLE VALLEY STREAM, LLC,</p> <p>Debtor.</p> <p>Tax I.D. No. 32-0536228</p>	<p>Chapter 11</p> <p>Case No. 20-12173 (CSS)</p>

<p>In re:</p> <p>TSI - NORTHRIDGE, LLC,</p> <p>Debtor.</p> <p>Tax I.D. No. 36-4891666</p>	<p>Chapter 11</p> <p>Case No. 20-12298 (CSS)</p>
<p>In re:</p> <p>TSI - SAN JOSE, LLC,</p> <p>Debtor.</p> <p>Tax I.D. No. 61-1870502</p>	<p>Chapter 11</p> <p>Case No. 20-12302 (CSS)</p>
<p>In re:</p> <p>TSI - STUDIO CITY, LLC,</p> <p>Debtor.</p> <p>Tax I.D. No. 32-0556425</p>	<p>Chapter 11</p> <p>Case No. 20-12304 (CSS)</p>
<p>In re:</p> <p>TSI - TOPANGA, LLC,</p> <p>Debtor.</p> <p>Tax I.D. No. 30-1042632</p>	<p>Chapter 11</p> <p>Case No. 20-12307 (CSS)</p>
<p>In re:</p> <p>TSI - TORRANCE, LLC,</p> <p>Debtor.</p> <p>Tax I.D. No. 30-1040164</p>	<p>Chapter 11</p> <p>Case No. 20-12305 (CSS)</p>

<p>In re:</p> <p>TSI - VALENCIA, LLC,</p> <p>Debtor.</p> <p>Tax I.D. No. 35-2619990</p>	<p>Chapter 11</p> <p>Case No. 20-12306 (CSS)</p>
<p>In re:</p> <p>TSI - WESTLAKE, LLC,</p> <p>Debtor.</p> <p>Tax I.D. No. 38-4065018</p>	<p>Chapter 11</p> <p>Case No. 20-12309 (CSS)</p>
<p>In re:</p> <p>TSI 1231 3RD AVENUE, LLC,</p> <p>Debtor.</p> <p>Tax I.D. No. 36-4788966</p>	<p>Chapter 11</p> <p>Case No. 20-12176 (CSS)</p>
<p>In re:</p> <p>TSI 30 BROAD STREET, LLC,</p> <p>Debtor.</p> <p>Tax I.D. No. 46-5686787</p>	<p>Chapter 11</p> <p>Case No. 20-12174 (CSS)</p>
<p>In re:</p> <p>TSI 555 6TH AVENUE, LLC,</p> <p>Debtor.</p> <p>Tax I.D. No. 46-4238513</p>	<p>Chapter 11</p> <p>Case No. 20-12175 (CSS)</p>

<p>In re:</p> <p>TSI ALLSTON, LLC,</p> <p>Debtor.</p> <p>Tax I.D. No. 20-2106668</p>	<p>Chapter 11</p> <p>Case No. 20-12267 (CSS)</p>
<p>In re:</p> <p>TSI ASTOR PLACE, LLC,</p> <p>Debtor.</p> <p>Tax I.D. No. 61-1843400</p>	<p>Chapter 11</p> <p>Case No. 20-12177 (CSS)</p>
<p>In re:</p> <p>TSI ASTORIA, LLC,</p> <p>Debtor.</p> <p>Tax I.D. No. 81-0611120</p>	<p>Chapter 11</p> <p>Case No. 20-12178 (CSS)</p>
<p>In re:</p> <p>TSI AVENUE A, LLC,</p> <p>Debtor.</p> <p>Tax I.D. No. 32-0422162</p>	<p>Chapter 11</p> <p>Case No. 20-12179 (CSS)</p>
<p>In re:</p> <p>TSI BACK BAY, LLC,</p> <p>Debtor.</p> <p>Tax I.D. No. 38-3906383</p>	<p>Chapter 11</p> <p>Case No. 20-12268 (CSS)</p>

<p>In re:</p> <p>TSI BAY RIDGE, LLC,</p> <p>Debtor.</p> <p>Tax I.D. No. 56-2457922</p>	<p>Chapter 11</p> <p>Case No. 20-12180 (CSS)</p>
<p>In re:</p> <p>TSI BAYONNE, LLC,</p> <p>Debtor.</p> <p>Tax I.D. No. 61-1652557</p>	<p>Chapter 11</p> <p>Case No. 20-12271 (CSS)</p>
<p>In re:</p> <p>TSI BAYRIDGE 86TH STREET LLC,</p> <p>Debtor.</p> <p>Tax I.D. No. 20-5330923</p>	<p>Chapter 11</p> <p>Case No. 20-12181 (CSS)</p>
<p>In re:</p> <p>TSI BEACON STREET LLC,</p> <p>Debtor.</p> <p>Tax I.D. No. 61-1712404</p>	<p>Chapter 11</p> <p>Case No. 20-12272 (CSS)</p>
<p>In re:</p> <p>TSI BOYLSTON, LLC,</p> <p>Debtor.</p> <p>Tax I.D. No. 20-3391971</p>	<p>Chapter 11</p> <p>Case No. 20-12274 (CSS)</p>

<p>In re:</p> <p>TSI BROADWAY, LLC,</p> <p>Debtor.</p> <p>Tax I.D. No. 11-3000086</p>	<p>Chapter 11</p> <p>Case No. 20-12182 (CSS)</p>
<p>In re:</p> <p>TSI BROOKLYN BELT, LLC,</p> <p>Debtor.</p> <p>Tax I.D. No. 11-3436781</p>	<p>Chapter 11</p> <p>Case No. 20-12183 (CSS)</p>
<p>In re:</p> <p>TSI BULFINCH, LLC,</p> <p>Debtor.</p> <p>Tax I.D. No. 20-2107143</p>	<p>Chapter 11</p> <p>Case No. 20-12275 (CSS)</p>
<p>In re:</p> <p>TSI BUTLER, LLC,</p> <p>Debtor.</p> <p>Tax I.D. No. 26-3338194</p>	<p>Chapter 11</p> <p>Case No. 20-12277 (CSS)</p>
<p>In re:</p> <p>TSI CARMEL, LLC,</p> <p>Debtor.</p> <p>Tax I.D. No. 26-2300417</p>	<p>Chapter 11</p> <p>Case No. 20-12184 (CSS)</p>

<p>In re:</p> <p>TSI CASH MANAGEMENT, LLC,</p> <p>Debtor.</p> <p>Tax I.D. No. 13-3607389</p>	<p>Chapter 11</p> <p>Case No. 20-12185 (CSS)</p>
<p>In re:</p> <p>TSI CENTRAL SQUARE, LLC,</p> <p>Debtor.</p> <p>Tax I.D. No. 20-2106837</p>	<p>Chapter 11</p> <p>Case No. 20-12279 (CSS)</p>
<p>In re:</p> <p>TSI CLARENDON, LLC,</p> <p>Debtor.</p> <p>Tax I.D. No. 22-3768520</p>	<p>Chapter 11</p> <p>Case No. 20-12186 (CSS)</p>
<p>In re:</p> <p>TSI CLIFTON LLC,</p> <p>Debtor.</p> <p>Tax I.D. No. 20-5306663</p>	<p>Chapter 11</p> <p>Case No. 20-12281 (CSS)</p>
<p>In re:</p> <p>TSI COBBLE HILL, LLC,</p> <p>Debtor.</p> <p>Tax I.D. No. 13-3285675</p>	<p>Chapter 11</p> <p>Case No. 20-12187 (CSS)</p>

<p>In re:</p> <p>TSI COLONIA, LLC,</p> <p>Debtor.</p> <p>Tax I.D. No. 22-3598664</p>	<p>Chapter 11</p> <p>Case No. 20-12282 (CSS)</p>
<p>In re:</p> <p>TSI COLUMBIA HEIGHTS, LLC,</p> <p>Debtor.</p> <p>Tax I.D. No. 20-2602018</p>	<p>Chapter 11</p> <p>Case No. 20-12188 (CSS)</p>
<p>In re:</p> <p>TSI COMMACK, LLC,</p> <p>Debtor.</p> <p>Tax I.D. No. 11-3466826</p>	<p>Chapter 11</p> <p>Case No. 20-12189 (CSS)</p>
<p>In re:</p> <p>TSI CONNECTICUT AVENUE, LLC,</p> <p>Debtor.</p> <p>Tax I.D. No. 52-2185711</p>	<p>Chapter 11</p> <p>Case No. 20-12190 (CSS)</p>
<p>In re:</p> <p>TSI COURT STREET, LLC,</p> <p>Debtor.</p> <p>Tax I.D. No. 11-3549905</p>	<p>Chapter 11</p> <p>Case No. 20-12191 (CSS)</p>

<p>In re:</p> <p>TSI CROTON, LLC,</p> <p>Debtor.</p> <p>Tax I.D. No. 13-3982171</p>	<p>Chapter 11</p> <p>Case No. 20-12192 (CSS)</p>
<p>In re:</p> <p>TSI DAVIS SQUARE, LLC,</p> <p>Debtor.</p> <p>Tax I.D. No. 20-5330714</p>	<p>Chapter 11</p> <p>Case No. 20-12284 (CSS)</p>
<p>In re:</p> <p>TSI DEER PARK, LLC,</p> <p>Debtor.</p> <p>Tax I.D. No. 26-3299026</p>	<p>Chapter 11</p> <p>Case No. 20-12193 (CSS)</p>
<p>In re:</p> <p>TSI DOBBS FERRY, LLC,</p> <p>Debtor.</p> <p>Tax I.D. No. 20-4742691</p>	<p>Chapter 11</p> <p>Case No. 20-12194 (CSS)</p>
<p>In re:</p> <p>TSI DORCHESTER, LLC,</p> <p>Debtor.</p> <p>Tax I.D. No. 35-2506644</p>	<p>Chapter 11</p> <p>Case No. 20-12285 (CSS)</p>

<p>In re:</p> <p>TSI DOWNTOWN CROSSING, LLC,</p> <p>Debtor.</p> <p>Tax I.D. No. 22-3821061</p>	<p>Chapter 11</p> <p>Case No. 20-12287 (CSS)</p>
<p>In re:</p> <p>TSI DUPONT II, INC.,</p> <p>Debtor.</p> <p>Tax I.D. No. 52-1887282</p>	<p>Chapter 11</p> <p>Case No. 20-12195 (CSS)</p>
<p>In re:</p> <p>TSI EAST 23, LLC,</p> <p>Debtor.</p> <p>Tax I.D. No. 13-3834638</p>	<p>Chapter 11</p> <p>Case No. 20-12196 (CSS)</p>
<p>In re:</p> <p>TSI EAST 36, LLC,</p> <p>Debtor.</p> <p>Tax I.D. No. 13-3486149</p>	<p>Chapter 11</p> <p>Case No. 20-12197 (CSS)</p>
<p>In re:</p> <p>TSI EAST 51, LLC,</p> <p>Debtor.</p> <p>Tax I.D. No. 13-3866959</p>	<p>Chapter 11</p> <p>Case No. 20-12198 (CSS)</p>

In re: TSI EAST 76, LLC, Debtor. Tax I.D. No. 13-3680542	Chapter 11 Case No. 20-12199 (CSS)
In re: TSI East 86, LLC, Debtor. Tax I.D. No. 13-4036613	Chapter 11 Case No. 20-12200 (CSS)
In re: TSI East 91, LLC, Debtor. Tax I.D. No. 13-3910665	Chapter 11 Case No. 20-12201 (CSS)
In re: TSI ELITE BACK BAY, LLC, Debtor. Tax I.D. No. 37-1767808	Chapter 11 Case No. 20-12288 (CSS)
In re: TSI FENWAY, LLC, Debtor. Tax I.D. No. 20-2106936	Chapter 11 Case No. 20-12290 (CSS)

In re: TSI FIRST AVENUE, LLC, Debtor. Tax I.D. No. 13-3736708	Chapter 11 Case No. 20-12202 (CSS)
In re: TSI FOREST HILLS, LLC, Debtor. Tax I.D. No. 11-3327332	Chapter 11 Case No. 20-12203 (CSS)
In re: TSI GALLERY PLACE, LLC, Debtor. Tax I.D. No. 90-0016157	Chapter 11 Case No. 20-12204 (CSS)
In re: TSI GARDEN CITY, LLC, Debtor. Tax I.D. No. 11-3496320	Chapter 11 Case No. 20-12205 (CSS)
In re: TSI GARNERVILLE, LLC, Debtor. Tax I.D. No. 26-1761910	Chapter 11 Case No. 20-12206 (CSS)

<p>In re:</p> <p>TSI GEORGETOWN, LLC,</p> <p>Debtor.</p> <p>Tax I.D. No. 13-4278506</p>	<p>Chapter 11</p> <p>Case No. 20-12207 (CSS)</p>
<p>In re:</p> <p>TSI GIFTCO, LLC,</p> <p>Debtor.</p> <p>Tax I.D. No. 36-4785941</p>	<p>Chapter 11</p> <p>Case No. 20-12208 (CSS)</p>
<p>In re:</p> <p>TSI GLENDALE, LLC,</p> <p>Debtor.</p> <p>Tax I.D. No. 20-4310458</p>	<p>Chapter 11</p> <p>Case No. 20-12209 (CSS)</p>
<p>In re:</p> <p>TSI GLOVER, LLC,</p> <p>Debtor.</p> <p>Tax I.D. No. 52-1842000</p>	<p>Chapter 11</p> <p>Case No. 20-12210 (CSS)</p>
<p>In re:</p> <p>TSI GRAND CENTRAL, LLC,</p> <p>Debtor.</p> <p>Tax I.D. No. 35-2187324</p>	<p>Chapter 11</p> <p>Case No. 20-12211 (CSS)</p>

<p>In re:</p> <p>TSI GREENPOINT, LLC,</p> <p>Debtor.</p> <p>Tax I.D. No. 35-2469962</p>	<p>Chapter 11</p> <p>Case No. 20-12212 (CSS)</p>
<p>In re:</p> <p>TSI HARTSDALE, LLC,</p> <p>Debtor.</p> <p>Tax I.D. No. 34-2011353</p>	<p>Chapter 11</p> <p>Case No. 20-12213 (CSS)</p>
<p>In re:</p> <p>TSI HAWTHORNE, LLC,</p> <p>Debtor.</p> <p>Tax I.D. No. 20-3392045</p>	<p>Chapter 11</p> <p>Case No. 20-12214 (CSS)</p>
<p>In re:</p> <p>TSI HICKSVILLE, LLC,</p> <p>Debtor.</p> <p>Tax I.D. No. 26-2720808</p>	<p>Chapter 11</p> <p>Case No. 20-12215 (CSS)</p>
<p>In re:</p> <p>TSI HIGHPOINT, LLC,</p> <p>Debtor.</p> <p>Tax I.D. No. 54-1880836</p>	<p>Chapter 11</p> <p>Case No. 20-12216 (CSS)</p>

<p>In re:</p> <p>TSI HOBOKEN NORTH, LLC,</p> <p>Debtor.</p> <p>Tax I.D. No. 13-4278513</p>	<p>Chapter 11</p> <p>Case No. 20-12293 (CSS)</p>
<p>In re:</p> <p>TSI HOBOKEN, LLC,</p> <p>Debtor.</p> <p>Tax I.D. No. 22-3539811</p>	<p>Chapter 11</p> <p>Case No. 20-12294 (CSS)</p>
<p>In re:</p> <p>TSI HOLDINGS (CIP), LLC,</p> <p>Debtor.</p> <p>Tax I.D. No. 11-3465800</p>	<p>Chapter 11</p> <p>Case No. 20-12217 (CSS)</p>
<p>In re:</p> <p>TSI HOLDINGS (DC), LLC,</p> <p>Debtor.</p> <p>Tax I.D. No. 52-1786716</p>	<p>Chapter 11</p> <p>Case No. 20-12218 (CSS)</p>
<p>In re:</p> <p>TSI HOLDINGS (IP), LLC,</p> <p>Debtor.</p> <p>Tax I.D. No. 52-1868513</p>	<p>Chapter 11</p> <p>Case No. 20-12219 (CSS)</p>

<p>In re:</p> <p>TSI HOLDINGS (MA), LLC,</p> <p>Debtor.</p> <p>Tax I.D. No. 80-0920973</p>	<p>Chapter 11</p> <p>Case No. 20-12220 (CSS)</p>
<p>In re:</p> <p>TSI HOLDINGS (MD), LLC,</p> <p>Debtor.</p> <p>Tax I.D. No. 52-1483416</p>	<p>Chapter 11</p> <p>Case No. 20-12221 (CSS)</p>
<p>In re:</p> <p>TSI HOLDINGS (NJ), LLC,</p> <p>Debtor.</p> <p>Tax I.D. No. 20-2118374</p>	<p>Chapter 11</p> <p>Case No. 20-12222 (CSS)</p>
<p>In re:</p> <p>TSI HOLDINGS (PA), LLC,</p> <p>Debtor.</p> <p>Tax I.D. No. 23-2995708</p>	<p>Chapter 11</p> <p>Case No. 20-12223 (CSS)</p>
<p>In re:</p> <p>TSI HOLDINGS (VA), LLC,</p> <p>Debtor.</p> <p>Tax I.D. No. 52-2103430</p>	<p>Chapter 11</p> <p>Case No. 20-12224 (CSS)</p>

In re: TSI INTERNATIONAL, INC., Debtor. Tax I.D. No. 13-3433612	Chapter 11 Case No. 20-12241 (CSS)
In re: TSI JERSEY CITY, LLC, Debtor. Tax I.D. No. 01-0715570	Chapter 11 Case No. 20-12295 (CSS)
In re: TSI LARCHMONT, LLC, Debtor. Tax I.D. No. 13-4032565	Chapter 11 Case No. 20-12225 (CSS)
In re: TSI LEXINGTON (MA), LLC, Debtor. Tax I.D. No. 04-2931936	Chapter 11 Case No. 20-12296 (CSS)
In re: TSI LINCOLN, LLC, Debtor. Tax I.D. No. 13-3217462	Chapter 11 Case No. 20-12226 (CSS)

<p>In re:</p> <p>TSI LIVINGSTON, LLC,</p> <p>Debtor.</p> <p>Tax I.D. No. 22-3768516</p>	<p>Chapter 11</p> <p>Case No. 20-12297 (CSS)</p>
<p>In re:</p> <p>TSI LONG BEACH, LLC,</p> <p>Debtor.</p> <p>Tax I.D. No. 11-2787121</p>	<p>Chapter 11</p> <p>Case No. 20-12227 (CSS)</p>
<p>In re:</p> <p>TSI LYNNFIELD, LLC,</p> <p>Debtor.</p> <p>Tax I.D. No. 04-3100325</p>	<p>Chapter 11</p> <p>Case No. 20-12321 (CSS)</p>
<p>In re:</p> <p>TSI MARLBORO, LLC,</p> <p>Debtor.</p> <p>Tax I.D. No. 22-3567661</p>	<p>Chapter 11</p> <p>Case No. 20-12322 (CSS)</p>
<p>In re:</p> <p>TSI MASSAPEQUA, LLC,</p> <p>Debtor.</p> <p>Tax I.D. No. 36-4876291</p>	<p>Chapter 11</p> <p>Case No. 20-12288 (CSS)</p>

<p>In re:</p> <p>TSI MATAWAN, LLC,</p> <p>Debtor.</p> <p>Tax I.D. No. 22-3567666</p>	<p>Chapter 11</p> <p>Case No. 20-12323 (CSS)</p>
<p>In re:</p> <p>TSI METHUEN, LLC,</p> <p>Debtor.</p> <p>Tax I.D. No. 36-4914128</p>	<p>Chapter 11</p> <p>Case No. 20-12325 (CSS)</p>
<p>In re:</p> <p>TSI MORRIS PARK, LLC,</p> <p>Debtor.</p> <p>Tax I.D. No. 20-5331095</p>	<p>Chapter 11</p> <p>Case No. 20-12230 (CSS)</p>
<p>In re:</p> <p>TSI MURRAY HILL, LLC,</p> <p>Debtor.</p> <p>Tax I.D. No. 13-4185032</p>	<p>Chapter 11</p> <p>Case No. 20-12231 (CSS)</p>
<p>In re:</p> <p>TSI NEWARK, LLC,</p> <p>Debtor.</p> <p>Tax I.D. No. 22-3860893</p>	<p>Chapter 11</p> <p>Case No. 20-12326 (CSS)</p>

<p>In re:</p> <p>TSI NEWTON, LLC,</p> <p>Debtor.</p> <p>Tax I.D. No. 20-5288787</p>	<p>Chapter 11</p> <p>Case No. 20-12327 (CSS)</p>
<p>In re:</p> <p>TSI NORTH BETHESDA, LLC,</p> <p>Debtor.</p> <p>Tax I.D. No. 52-2033988</p>	<p>Chapter 11</p> <p>Case No. 20-12232 (CSS)</p>
<p>In re:</p> <p>TSI OCEANSIDE, LLC,</p> <p>Debtor.</p> <p>Tax I.D. No. 11-3432030</p>	<p>Chapter 11</p> <p>Case No. 20-12233 (CSS)</p>
<p>In re:</p> <p>TSI PEABODY, LLC,</p> <p>Debtor.</p> <p>Tax I.D. No. 37-1913596</p>	<p>Chapter 11</p> <p>Case No. 20-12328 (CSS)</p>
<p>In re:</p> <p>TSI PINE STREET, LLC,</p> <p>Debtor.</p> <p>Tax I.D. No. 37-1916577</p>	<p>Chapter 11</p> <p>Case No. 20-12234 (CSS)</p>

In re: TSI PLACENTIA, LLC, Debtor. Tax I.D. No. 36-4892098	Chapter 11 Case No. 20-12299 (CSS)
In re: TSI PRINCETON, LLC, Debtor. Tax I.D. No. 22-3511330	Chapter 11 Case No. 20-12329 (CSS)
In re: TSI PROVIDENCE EASTSIDE, LLC, Debtor. Tax I.D. No. 26-2955808	Chapter 11 Case No. 20-12235 (CSS)
In re: TSI RADNOR, LLC, Debtor. Tax I.D. No. 20-3601836	Chapter 11 Case No. 20-12236 (CSS)
In re: TSI RAMSEY, LLC, Debtor. Tax I.D. No. 22-2396438	Chapter 11 Case No. 20-12330 (CSS)

<p>In re:</p> <p>TSI REGO PARK, LLC,</p> <p>Debtor.</p> <p>Tax I.D. No. 20-4249854</p>	<p>Chapter 11</p> <p>Case No. 20-12245 (CSS)</p>
<p>In re:</p> <p>TSI RIDGEWOOD, LLC,</p> <p>Debtor.</p> <p>Tax I.D. No. 13-4178569</p>	<p>Chapter 11</p> <p>Case No. 20-12331 (CSS)</p>
<p>In re:</p> <p>TSI SALISBURY, LLC,</p> <p>Debtor.</p> <p>Tax I.D. No. 30-1141332</p>	<p>Chapter 11</p> <p>Case No. 20-12332 (CSS)</p>
<p>In re:</p> <p>TSI SCARSDALE, LLC,</p> <p>Debtor.</p> <p>Tax I.D. No. 13-3593359</p>	<p>Chapter 11</p> <p>Case No. 20-12247 (CSS)</p>
<p>In re:</p> <p>TSI SHERIDAN, LLC,</p> <p>Debtor.</p> <p>Tax I.D. No. 13-3754408</p>	<p>Chapter 11</p> <p>Case No. 20-12249 (CSS)</p>

<p>In re:</p> <p>TSI SMITHTOWN, LLC,</p> <p>Debtor.</p> <p>Tax I.D. No. 20-4073505</p>	<p>Chapter 11</p> <p>Case No. 20-12250 (CSS)</p>
<p>In re:</p> <p>TSI SOCIETY HILL, LLC,</p> <p>Debtor.</p> <p>Tax I.D. No. 23-2931237</p>	<p>Chapter 11</p> <p>Case No. 20-12251 (CSS)</p>
<p>In re:</p> <p>TSI SOUTH BETHESDA, LLC,</p> <p>Debtor.</p> <p>Tax I.D. No. 20-3392176</p>	<p>Chapter 11</p> <p>Case No. 20-12252 (CSS)</p>
<p>In re:</p> <p>TSI SOUTH END, LLC,</p> <p>Debtor.</p> <p>Tax I.D. No. 34-2011367</p>	<p>Chapter 11</p> <p>Case No. 20-12308 (CSS)</p>
<p>In re:</p> <p>TSI SOUTH PARK SLOPE, LLC,</p> <p>Debtor.</p> <p>Tax I.D. No. 11-3576282</p>	<p>Chapter 11</p> <p>Case No. 20-12253 (CSS)</p>

In re: TSI SOUTH STATION, LLC, Debtor. Tax I.D. No. 20-2106457	Chapter 11 Case No. 20-12310 (CSS)
In re: TSI SPRINGFIELD, LLC, Debtor. Tax I.D. No. 22-3598663	Chapter 11 Case No. 20-12314 (CSS)
In re: TSI STATEN ISLAND, LLC, Debtor. Tax I.D. No. 13-4007763	Chapter 11 Case No. 20-12256 (CSS)
In re: TSI STOKED, LLC, Debtor. Tax I.D. No. N/A	Chapter 11 Case No. 20-12258 (CSS)
In re: TSI SUNNYSIDE, LLC, Debtor. Tax I.D. No. 26-1150637	Chapter 11 Case No. 20-12259 (CSS)

<p>In re:</p> <p>TSI TOTAL WOMAN HOLDCO, LLC,</p> <p>Debtor.</p> <p>Tax I.D. No. 36-4889261</p>	<p>Chapter 11</p> <p>Case No. 20-12260 (CSS)</p>
<p>In re:</p> <p>TSI UNIVERSITY MANAGEMENT, LLC,</p> <p>Debtor.</p> <p>Tax I.D. No. 90-0238870</p>	<p>Chapter 11</p> <p>Case No. 20-12261 (CSS)</p>
<p>In re:</p> <p>TSI VARICK STREET, LLC,</p> <p>Debtor.</p> <p>Tax I.D. No. 20-3442477</p>	<p>Chapter 11</p> <p>Case No. 20-12262 (CSS)</p>
<p>In re:</p> <p>TSI WALTHAM, LLC,</p> <p>Debtor.</p> <p>Tax I.D. No. 45-0489363</p>	<p>Chapter 11</p> <p>Case No. 20-12316 (CSS)</p>
<p>In re:</p> <p>TSI WATERTOWN, LLC,</p> <p>Debtor.</p> <p>Tax I.D. No. 34-2011362</p>	<p>Chapter 11</p> <p>Case No. 20-12318 (CSS)</p>

<p>In re:</p> <p>TSI WAYLAND, LLC,</p> <p>Debtor.</p> <p>Tax I.D. No. 30-0819132</p>	<p>Chapter 11</p> <p>Case No. 20-12311 (CSS)</p>
<p>In re:</p> <p>TSI WELLESLEY, LLC,</p> <p>Debtor.</p> <p>Tax I.D. No. 04-3259257</p>	<p>Chapter 11</p> <p>Case No. 20-12313 (CSS)</p>
<p>In re:</p> <p>TSI WELLINGTON CIRCLE, LLC,</p> <p>Debtor.</p> <p>Tax I.D. No. 20-5331149</p>	<p>Chapter 11</p> <p>Case No. 20-12315 (CSS)</p>
<p>In re:</p> <p>TSI WEST 115TH STREET, LLC,</p> <p>Debtor.</p> <p>Tax I.D. No. 20-5683543</p>	<p>Chapter 11</p> <p>Case No. 20-12269 (CSS)</p>
<p>In re:</p> <p>TSI WEST 125, LLC,</p> <p>Debtor.</p> <p>Tax I.D. No. 13-3978641</p>	<p>Chapter 11</p> <p>Case No. 20-12270 (CSS)</p>

<p>In re:</p> <p>TSI WEST 145TH STREET, LLC,</p> <p>Debtor.</p> <p>Tax I.D. No. 20-8987153</p>	<p>Chapter 11</p> <p>Case No. 20-12273 (CSS)</p>
<p>In re:</p> <p>TSI WEST 16, LLC,</p> <p>Debtor.</p> <p>Tax I.D. No. 13-4145988</p>	<p>Chapter 11</p> <p>Case No. 20-12244 (CSS)</p>
<p>In re:</p> <p>TSI WEST 23, LLC,</p> <p>Debtor.</p> <p>Tax I.D. No. 13-3896459</p>	<p>Chapter 11</p> <p>Case No. 20-12246 (CSS)</p>
<p>In re:</p> <p>TSI WEST 38, LLC,</p> <p>Debtor.</p> <p>Tax I.D. No. 13-4046618</p>	<p>Chapter 11</p> <p>Case No. 20-12248 (CSS)</p>
<p>In re:</p> <p>TSI WEST 41, LLC,</p> <p>Debtor.</p> <p>Tax I.D. No. 13-4162540</p>	<p>Chapter 11</p> <p>Case No. 20-12254 (CSS)</p>

<p>In re:</p> <p>TSI WEST 48, LLC,</p> <p style="text-align: center;">Debtor.</p> <p>Tax I.D. No. 30-0033088</p>	<p>Chapter 11</p> <p>Case No. 20-12257 (CSS)</p>
<p>In re:</p> <p>TSI WEST 73, LLC,</p> <p style="text-align: center;">Debtor.</p> <p>Tax I.D. No. 13-4020357</p>	<p>Chapter 11</p> <p>Case No. 20-12263 (CSS)</p>
<p>In re:</p> <p>TSI WEST 80, LLC,</p> <p style="text-align: center;">Debtor.</p> <p>Tax I.D. No. 13-3694556</p>	<p>Chapter 11</p> <p>Case No. 20-12264 (CSS)</p>
<p>In re:</p> <p>TSI WEST 94, LLC,</p> <p style="text-align: center;">Debtor.</p> <p>Tax I.D. No. 13-4159717</p>	<p>Chapter 11</p> <p>Case No. 20-12266 (CSS)</p>
<p>In re:</p> <p>TSI WEST HARTFORD, LLC,</p> <p style="text-align: center;">Debtor.</p> <p>Tax I.D. No. 26-0850565</p>	<p>Chapter 11</p> <p>Case No. 20-12276 (CSS)</p>

<p>In re:</p> <p>TSI WESTBORO TENNIS, LLC,</p> <p>Debtor.</p> <p>Tax I.D. No. 32-0548423</p>	<p>Chapter 11</p> <p>Case No. 20-12317 (CSS)</p>
<p>In re:</p> <p>TSI WESTBOROUGH, LLC,</p> <p>Debtor.</p> <p>Tax I.D. No. 26-2047867</p>	<p>Chapter 11</p> <p>Case No. 20-12319 (CSS)</p>
<p>In re:</p> <p>TSI WESTWOOD, LLC,</p> <p>Debtor.</p> <p>Tax I.D. No. 01-0715576</p>	<p>Chapter 11</p> <p>Case No. 20-12320 (CSS)</p>
<p>In re:</p> <p>TSI WHITE PLAINS CITY CENTER, LLC,</p> <p>Debtor.</p> <p>Tax I.D. No. 13-4278511</p>	<p>Chapter 11</p> <p>Case No. 20-12278 (CSS)</p>
<p>In re:</p> <p>TSI WHITE PLAINS, LLC,</p> <p>Debtor.</p> <p>Tax I.D. No. 13-3965540</p>	<p>Chapter 11</p> <p>Case No. 20-12280 (CSS)</p>

<p>In re:</p> <p>TSI WHITESTONE, LLC,</p> <p>Debtor.</p> <p>Tax I.D. No. 11-3438769</p>	<p>Chapter 11</p> <p>Case No. 20-12283 (CSS)</p>
<p>In re:</p> <p>TSI-ATC ALICO MISSION, LLC,</p> <p>Debtor.</p> <p>Tax I.D. No. 30-1171940</p>	<p>Chapter 11</p> <p>Case No. 20-12237 (CSS)</p>
<p>In re:</p> <p>TSI-ATC BEN PRATT, LLC,</p> <p>Debtor.</p> <p>Tax I.D. No. 36-4927817</p>	<p>Chapter 11</p> <p>Case No. 20-12238 (CSS)</p>
<p>In re:</p> <p>TSI-ATC BENEVA ROAD, LLC,</p> <p>Debtor.</p> <p>Tax I.D. No. 36-4927816</p>	<p>Chapter 11</p> <p>Case No. 20-12239 (CSS)</p>
<p>In re:</p> <p>TSI-ATC BOYSCOUT, LLC,</p> <p>Debtor.</p> <p>Tax I.D. No. 38-4107078</p>	<p>Chapter 11</p> <p>Case No. 20-12240 (CSS)</p>

<p>In re:</p> <p>TSI-ATC CAPE CORAL, LLC,</p> <p>Debtor.</p> <p>Tax I.D. No. 30-1174876</p>	<p>Chapter 11</p> <p>Case No. 20-12242 (CSS)</p>
<p>In re:</p> <p>TSI-ATC HOLDCO, LLC,</p> <p>Debtor.</p> <p>Tax I.D. No. 30-1166015</p>	<p>Chapter 11</p> <p>Case No. 20-12169 (CSS)</p>
<p>In re:</p> <p>TSI-ATC TAMIAMI TRAIL, LLC,</p> <p>Debtor.</p> <p>Tax I.D. No. 30-1174829</p>	<p>Chapter 11</p> <p>Case No. 20-12243 (CSS)</p>
<p>In re:</p> <p>TSI-HR 13TH STREET, LLC,</p> <p>Debtor.</p> <p>Tax I.D. No. 30-1194317</p>	<p>Chapter 11</p> <p>Case No. 20-12286 (CSS)</p>
<p>In re:</p> <p>TSI-HR 45TH STREET, LLC,</p> <p>Debtor.</p> <p>Tax I.D. No. 36-4936607</p>	<p>Chapter 11</p> <p>Case No. 20-12289 (CSS)</p>

In re:

TSI-HR 76TH STREET, LLC,
Debtor.

Tax I.D. No. 32-0598093

Chapter 11

Case No. 20-12291 (CSS)

In re:

TSI-HR WHITEHALL STREET, LLC,
Debtor.

Tax I.D. No. 61-1927953

Chapter 11

Case No. 20-12292 (CSS)

**ORDER DIRECTING THE JOINT ADMINISTRATION
OF THE DEBTORS' CHAPTER 11 CASES**

Upon the *Debtors' Motion for Entry of an Order Directing the Joint Administration of the Debtors' Chapter 11 Cases* (the “**Motion**”)¹ filed by the above-captioned debtors and debtors in possession (collectively, the “**Debtors**”); and upon consideration of the First Day Declaration; and this Court having found that it has jurisdiction to consider the Motion and the relief requested therein pursuant to 28 U.S.C. §§ 157 and 1334 and the *Amended Standing Order of Reference* from the United States District Court for the District of Delaware, dated February 29, 2012; and this Court having found that venue of these cases and the Motion in this district is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and this Court having found that this matter is a core proceeding pursuant to 28 U.S.C. § 157(b); and this Court having determined that it may enter a final order consistent with Article III of the United States Constitution; and it appearing that notice of the Motion has been given as set forth in the Motion and that such notice is adequate and no other or further notice need be given; and this Court

¹ Capitalized terms used but not defined herein shall have the meanings ascribed to them in the Motion.

having found and determined that the relief sought in the Motion is in the best interests of the Debtors, their estates, their creditors and all other parties in interest; and that the legal and factual bases set forth in the Motion establish just cause for the relief granted herein; and after due deliberation and sufficient cause appearing therefor,

IT IS HEREBY ORDERED THAT:

1. The Motion is GRANTED as set forth herein.
2. The Debtors' chapter 11 cases are consolidated for procedural purposes only and shall be jointly administered by this Court.
3. The Clerk of the Court shall maintain one file and one docket for all of the chapter 11 cases, which file and docket shall be the file and docket for the chapter 11 case of Town Sports International, LLC, Case No. 20-12168 (CSS).
4. All pleadings filed in the chapter 11 cases shall bear a consolidated caption in the following form:

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In Re:

TOWN SPORTS INTERNATIONAL, LLC,
et al.,¹

Debtors.

Chapter 11

Case No. 20-12168 (CSS)

(Jointly Administered)

¹ The last four digits of Town Sports International, LLC's federal tax identification number are 7365. The mailing address for Town Sports International, LLC is 399 Executive Boulevard, Elmsford, New York 10523. Due to the large number of debtors in these cases, for which the Debtors have requested joint administration, a complete list of the Debtors, the last four digits of their federal tax identification numbers, and their addresses are not provided herein. A complete list of such information may be obtained on the website of the Debtors' proposed claims and noticing agent at <http://dm.epiq11.com/TownSports>, or by contacting the proposed undersigned counsel for the Debtors.

5. The foregoing caption shall satisfy the requirements of section 342(c)(1) of the Bankruptcy Code.

6. The Clerk of the Court shall make a docket entry in each Debtor's chapter

11 case (except that of Town Sports International, LLC) substantially as follows:

An order has been entered in this case directing the procedural consolidation and joint administration of the chapter 11 cases of Town Sports International, LLC (7365); TSI Holdings II, LLC (3368); TSI - Alameda, LLC (7476); TSI - Cal.Glendale, LLC (3001); TSI - Irvine, LLC (2283); TSI - Lucille 38th Avenue, LLC (4621); TSI - Lucille Austin Street, LLC (7853); TSI - Lucille Clifton, LLC (4724); TSI - Lucille Kings Highway, LLC (0881); TSI - Lucille Valley Stream, LLC (6228); TSI - Northridge, LLC (1666); TSI - San Jose, LLC (0502); TSI - Studio City, LLC (6425); TSI - Topanga, LLC (2632); TSI - Torrance, LLC (0164); TSI - Valencia, LLC (9990); TSI - Westlake, LLC (5018); TSI 1231 3rd Avenue, LLC (8966); TSI 30 Broad Street, LLC (6787); TSI 555 6th Avenue, LLC (8513); TSI Allston, LLC (6668); TSI Astor Place, LLC (3400); TSI Astoria, LLC (1120); TSI Avenue A, LLC (2162); TSI Back Bay, LLC (6383); TSI Bay Ridge, LLC (7922); TSI Bayonne, LLC (2557); TSI Bayridge 86th Street LLC (0923); TSI Beacon Street, LLC (2404); TSI Boylston, LLC (1971); TSI Broadway, LLC (0086); TSI Brooklyn Belt, LLC (6781); TSI Bulfinch, LLC (0143); TSI Butler, LLC (8194); TSI Carmel, LLC (0417); TSI Cash Management, LLC (7389); TSI Central Square, LLC (6837); TSI Clarendon, LLC (8520); TSI Clifton LLC (6663); TSI Cobble Hill, LLC (5675); TSI Colonia, LLC (8664); TSI Columbia Heights, LLC (2018); TSI Commack, LLC (6826); TSI Connecticut Avenue, LLC (5711); TSI Court Street, LLC (9905); TSI Croton, LLC (2171); TSI Davis Square, LLC (0714); TSI Deer Park, LLC (9026); TSI Dobbs Ferry, LLC (2691); TSI Dorchester, LLC (6644); TSI Downtown Crossing, LLC (1061); TSI Dupont II, Inc. (7282); TSI East 23, LLC (4638); TSI East 36, LLC (6149); TSI East 51, LLC (6959); TSI East 76, LLC (0542); TSI East 86, LLC (6613); TSI East 91, LLC (0665); TSI Elite Back Bay, LLC (7808); TSI Fenway, LLC (6936); TSI First Avenue, LLC (6708); TSI Forest Hills, LLC (7332); TSI Gallery Place, LLC (6157); TSI Garden City, LLC (6320); TSI Garnerville, LLC (1910); TSI Georgetown, LLC (8506); TSI Giftco, LLC (5941); TSI Glendale, LLC (0458); TSI Glover, LLC (2000); TSI Grand Central, LLC (7324); TSI Greenpoint, LLC (9962); TSI Hartsdale, LLC (1353); TSI Hawthorne, LLC (2045); TSI Hicksville, LLC (0808); TSI Highpoint, LLC (0836); TSI Hoboken North, LLC (8513); TSI Hoboken, LLC (9811); TSI Holdings (CIP), LLC (5800); TSI Holdings (DC), LLC (6716); TSI Holdings (IP), LLC (8513); TSI Holdings (MA), LLC (0973); TSI Holdings (MD), LLC (3416); TSI Holdings (NJ), LLC (8374);

TSI Holdings (PA), LLC (5708); TSI Holdings (VA), LLC (3430); TSI International, Inc. (3612); TSI Jersey City, LLC (5570); TSI Larchmont, LLC (2565); TSI Lexington (MA), LLC (1936); TSI Lincoln, LLC (7462); TSI Livingston, LLC (8516); TSI Long Beach, LLC (7121); TSI Lynnfield, LLC (0325); TSI Marlboro, LLC (7661); TSI Massapequa, LLC (6291); TSI Matawan, LLC (7666); TSI Methuen, LLC (4128); TSI Morris Park, LLC (1095); TSI Murray Hill, LLC (5032); TSI Newark, LLC (0893); TSI Newton, LLC (8787); TSI North Bethesda, LLC (3988); TSI Oceanside, LLC (2030); TSI Peabody, LLC (3596); TSI Pine Street, LLC (6577); TSI Placentia, LLC (2098); TSI Princeton, LLC (1330); TSI Providence Eastside, LLC (5808); TSI Radnor, LLC (1836); TSI Ramsey, LLC (6438); TSI Rego Park, LLC (9854); TSI Ridgewood, LLC (8569); TSI Salisbury, LLC (1332); TSI Scarsdale, LLC (3359); TSI Sheridan, LLC (4408); TSI Smithtown, LLC (3505); TSI Society Hill, LLC (1237); TSI South Bethesda, LLC (2176); TSI South End, LLC (1367); TSI South Park Slope, LLC (6282); TSI South Station, LLC (6457); TSI Springfield, LLC (8663); TSI Staten Island, LLC (7763); TSI Stoked, LLC (N/A); TSI Sunnyside, LLC (0637); TSI Total Woman Holdco, LLC (9261); TSI University Management, LLC (8870); TSI Varick Street, LLC (2477); TSI Waltham, LLC (9363); TSI Watertown, LLC (1362); TSI Wayland, LLC (9132); TSI Wellesley, LLC (9257); TSI Wellington Circle, LLC (1149); TSI West 115th Street, LLC (3543); TSI West 125, LLC (8641); TSI West 145th Street, LLC (7153); TSI West 16, LLC (5988); TSI West 23, LLC (6459); TSI West 38, LLC (6618); TSI West 41, LLC (2540); TSI West 48, LLC (3088); TSI West 73, LLC (0357); TSI West 80, LLC (4556); TSI West 94, LLC (9717); TSI West Hartford, LLC (0565); TSI Westboro Tennis, LLC (8423); TSI Westborough, LLC (7867); TSI Westwood, LLC (5576); TSI White Plains City Center, LLC (8511); TSI White Plains, LLC (5540); TSI Whitestone, LLC (8769); TSI-ATC Alico Mission, LLC (1940); TSI-ATC Ben Pratt, LLC (7817); TSI-ATC Beneva Road, LLC (7816); TSI-ATC Boy Scout, LLC (7078); TSI-ATC Cape Coral, LLC (4876); TSI-ATC Holdco, LLC (6015); TSI-ATC Tamiami Trail, LLC (4829); TSI-HR 13th Street, LLC (4317); TSI-HR 45th Street, LLC (6607); TSI-HR 76th Street, LLC (8093); and TSI-HR Whitehall Street, LLC (7953). **The docket in the chapter 11 case of Town Sports International, LLC, Case No. 20-12168 (CSS), should be consulted for all matters affecting this case.**

7. One consolidated docket, one file, and one consolidated service list shall

be maintained for the chapter 11 cases by the Debtors and kept by the Clerk of the Court.

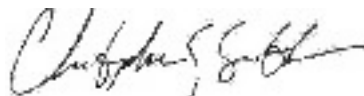
8. The Debtors and the Clerk of the Court are authorized and empowered to take all actions necessary to implement the relief granted in this Order.

9. Nothing contained in the Motion or this Order shall be deemed or construed as directing or otherwise effecting a substantive consolidation of the Chapter 11 Cases.

10. The terms and conditions of this Order shall be immediately effective and enforceable upon its entry.

11. This Court retains jurisdiction with respect to all matters arising from or related to the implementation of this Order.

Dated: September 16th, 2020
Wilmington, Delaware



CHRISTOPHER S. SONTCHI
UNITED STATES BANKRUPTCY JUDGE